

Hearing Date: January 11, 2024 at 10:00 am
Objection Deadline: January 4, 2024 at 4:00 pm

VENABLE LLP

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Counsel to Ignat Tuganov

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
CELSIUS NETWORK LLC, <i>et al.</i> ¹	:	Case No. 22-10964 (MG)
	:	Jointly Administered
Debtors.	:	
	:	Ref: Dkt. No. 3666
	x	

**SECOND SUPPLEMENT TO APPLICATION OF IGNAT TUGANOV FOR ENTRY OF
AN ORDER PURSUANT TO 11 U.S.C. §§ 503(b)(3)(D) AND 503(b)(4),
FOR ALLOWANCE AND REIMBURSEMENT OF REASONABLE
PROFESSIONAL FEES AND ACTUAL, NECESSARY EXPENSES
IN MAKING A SUBSTANTIAL CONTRIBUTION TO THESE CASES**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 USA LLC (9450); GK8 Ltd. (1209); and GK8 UK Limited (0893). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

Ignat Tuganov (“Mr. Tuganov”), a creditor of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) and one of three class representatives (collectively, the “Class Representatives”) in connection with the Official Unsecured Creditors’ Committee’s efforts to certify the class of account holders holding non-contract claims against the Debtors, through his counsel, hereby submits this second supplement (this “Second Supplement”) to his application for entry of an order, pursuant to sections 503(b)(3)(D) and 503(b)(4) of title 11 of the United States Code (the “Bankruptcy Code”), for the allowance and reimbursement of reasonable professional fees and actual, necessary expenses for making substantial contributions to the Debtors’ cases, and respectfully represents as follows:

1. On October 2, 2023, Mr. Tuganov filed his *Application of Ignat Tuganov For Entry of an Order, Pursuant to 11 U.S.C. §§ 503(b)(3)(D) and 503(b)(4) For the Allowance and Reimbursement of Reasonable Professional Fees and Actual, Necessary Expenses in Making a Substantial Contribution to These Cases* [Dkt. No. 3666] (the “Substantial Contribution Application”).² The Substantial Contribution Application did not contain copies of counsels’ time entries, but copies of unredacted time entries were delivered to the U.S. Trustee and this Court’s chambers and redacted copies were delivered to counsel to the Debtors and the Committee.

2. Subsequent to the filing of the Substantial Contribution Application, the U.S. Trustee requested that counsel to Mr. Tuganov file with the Clerk of the Court its time records in support of the Substantial Contribution Application. Accordingly, on November 16, 2023, Mr. Tuganov’s counsel, Venable LLP (“Venable”) filed the *Supplement to Application of Ignat Tuganov for Entry of an Order, Pursuant to 11 U.S.C. §§ 503(b)(3)(D) and 503(b)(4), For*

² Capitalized terms not otherwise defined herein shall have the same meaning as ascribed to such terms in the Substantial Contribution Application.

Allowance and Reimbursement of Reasonable Professional Fees and Actual, Necessary Expenses for Making Substantial Contributions to These Cases [Dkt. No. 4010] which included Venable's unredacted time records for the period through September 11, 2023.

3. Since the filing of the Substantial Contribution Application, Mr. Tuganov has incurred additional professional fees for work required to be performed by him and his counsel pursuant to the Debtors' Plan Support Agreement (to which Mr. Tuganov is a party).³ These additional fees were included in the estimated portion of his Substantial Contribution Claim, relate to the period from September 12, 2023 through November 9, 2023 (the "Confirmation Period"), and were incurred in connection with Venable's assistance in supporting and confirming the Debtors' Plan.

4. Attached hereto as **Exhibit A** are Venable's time records for services rendered to Mr. Tuganov in connection with the contributions he made to these cases during the Confirmation Period. Attached as **Exhibit B** hereto is an Amended Summary of Work Performed and Time Allocated (the "Amended Work Summary"), allocating the time spent, and fees incurred, in connection with the five categories of work required for Mr. Tuganov to make the substantial contributions he made to the Debtors' cases. Importantly, as the Amended Work Summary demonstrates, Mr. Tuganov does not seek reimbursement of all the fees reflected in the attached time records but seeks reimbursement of only **\$194,860.50** of the fees he incurred during the Confirmation Period, because he believes these fees were necessary to the substantial contributions he made to these cases. Specifically, fees incurred in connection with the

³ The Substantial Contribution Application covered fees incurred for services rendered by Venable through September 11, 2023. As part of his application, Mr. Tuganov requested that \$300,000 of additional fees be approved for work required to be done subsequent to the period of time covered by the Application in accordance with the Plan Support Agreement.

Substantial Contribution Application itself (and any support therefor) are ***not*** included in his Substantial Contribution Claim.

5. Notice of this Second Supplement has been given in accordance with the governing Case Management and Administrative Procedures Order entered in these cases [Dkt. No. 2560] (the “Case Management Order”) on the Master Service List (as that term is defined in the Case Management Order).

Dated: New York, New York
December 22, 2023

VENABLE LLP

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